

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Community Association Network, Inc.

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- ☒ Art of Inc. File Cert
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
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- ☐ Art. of Amend. File
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- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

15 AUG 30 AM 10:09

APPROVED
AND
FILED

Signature

Requested by:

Name SK Date 8/30/00 Time 9:00

Walk-In Will Pick Up

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Courier

**Articles of Incorporation
of
Community Association Network, Inc.**

APPROVED
AND
FILED
00 AUG 30 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation not-for-profit under the laws of the State of Florida, hereby adopts the following articles of incorporation:

ARTICLE I – NAME OF CORPORATION

The name of the Corporation shall be Community Association Network, Inc., and shall hereafter be referred to as the "Corporation".

ARTICLE II – OFFICE OF THE CORPORATION

The principal office of the Corporation shall be at 75 Valencia Avenue – 4th Floor, Coral Gables, FL 33134. The mailing address of the Corporation shall be in care of Michael E. Rehr, Esq. at the same address. The Board of Directors shall have the authority to change the location of the principal office and mailing address of the Corporation from time to time.

Article III – PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to promote the common interests of its members in the community association industry through networking, communication, education, social functions and other business activities.

ARTICLE IV – POWERS OF THE CORPORATION

The corporation shall have all the common law and statutory powers of a Corporation not-for-profit which are not in conflict with these Articles.

ARTICLE V – MEMBERS

Membership shall be open to natural persons only. All members shall pay annual dues in the same amount, as established by the Board of Directors from time to time.

ARTICLE VI – DIRECTORS

1. Qualifications – All Directors must be members of the Corporation. Members who seek to be elected or appointed to the Board must be current in payment of their dues at the time of their Election or Appointment to the Board. No more than one person from the same business or community association shall be eligible to serve on the Board at the same time.

2. Number and Term –

(a) Directors shall be elected at the annual meeting and shall serve until his/her successor shall be elected. The Board of Directors shall consist of 5, 7 or 9 members. The initial Board shall consist of 5 members who shall serve for a term of one year. In the second year, beginning with the election in May 2001, the number of Directors shall be 7. The candidates for the Board in the May 2001 election who receive the 4 highest total number of votes shall serve for a term of 2 years, and those candidates who receive the next 3 highest total number of votes shall be elected to a term of 1 year. Thereafter, the term of service on the Board shall be 2 years, and the election of Board positions shall be staggered so that in the third year, 3 positions shall be open for election, in the fourth year, 4 positions shall be open for election, and then the number of positions elected each year thereafter shall continue to alternate between 3 and 4.

(b) To change the number of Directors after the second year within the permitted range of 5 – 9, a favorable vote by 2/3 of the members of the Board or 51% of the entire membership shall be required, and the number of positions elected in alternate years shall also change accordingly, alternating between 3 and 2 if there are 5 Board members, between 4 and 3 if there are 7 Board members, and between 5 and 4 if there are 9 Board members.

3. Compensation - Members of the Board shall serve without compensation.

4. Powers – The Board of Directors shall have all the powers to manage the affairs of the Corporation, including all powers conferred on Florida corporations not-for-profit, and all powers reasonably necessary to carry out the responsibilities and obligations of the corporation.

ARTICLE VII – OFFICERS

The officers shall be a President, Vice-president, Secretary and Treasurer and shall be chosen by the members of the Board from amongst the members of the Board. The Officers shall serve at the pleasure of the

Board and may be removed at any time by a vote of a majority of the entire membership of the Board.

ARTICLE VIII – INDEMNIFICATION

Every Director and Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney fees, reasonably incurred or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been an officer or director, except in cases where such officer or director has been adjudged to have committed any type of willful wrongdoing in the performance of his duties. The foregoing right of indemnity shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE IX – BY-LAWS

The Bylaws of the Corporation shall be those Bylaws originally adopted by the Corporation, or as they may be lawfully amended from time to time.

ARTICLE X – AMENDMENTS

These Articles of Incorporation may be amended by an affirmative vote of more than three-fourth (75%) of the entire voting interests of the Corporation.

ARTICLE XI- TERM

The corporation shall have perpetual existence except that it shall be terminated upon the affirmative vote of 80% of the voting interests of the entire membership.

ARTICLE XII – INCORPORATOR

The name and address of the incorporator is Michael E. Rehr, Esq., 75 Valencia Avenue – 4th Floor, Coral Gables, FL 33134.

ARTICLE XIII – REGISTERED AGENT

The registered agent of the Corporation shall be Michael E. Rehr, Esq., 75 Valencia Avenue – 4th Floor, Coral Gables, FL 33134.

ARTICLE XIV - CONSTRUCTION

1. Construction - Wherever the masculine form is used herein, it shall be construed to mean the masculine, feminine or neuter, singular or plural, whenever the context so requires.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 25th day of August, 2000.

Community Association Network, Inc.

By:


Michael R. Rehr

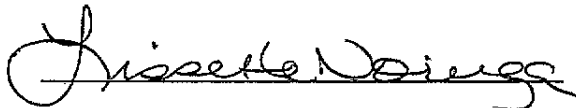
STATE OF FLORIDA)

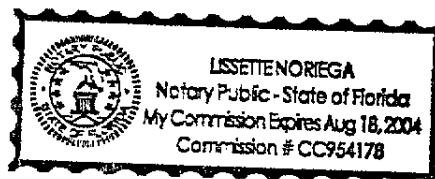
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on the 25 day of August, 2000 before me, the undersigned authority, personally appeared MICHAEL E. REHR, who is personally known to me or who has produced _____ as identification and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

NOTARY PUBLIC - STATE OF FLORIDA

My commission expires:

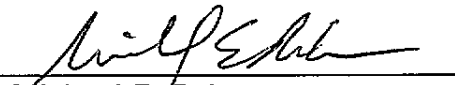




ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

DATED: August 25, 2000.



Michael E. Rehr
Registered Agent

This instrument was prepared by:
Michael E. Rehr, Esq.
75 Valencia Avenue – 4th Floor
Coral Gables, FL 33134

APPROVED
AND
FILED

00 AUG 30 AM 10:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA